

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

UNITED STATES OF AMERICA,

v.

Criminal No. 20-cr-10066-FDS

BAY STATE GAS COMPANY, d/b/a
Columbia Gas of Massachusetts,

Defendant.

**JOINT REQUEST FOR APPROVAL OF FINAL SALE
CERTIFICATION AND TO TERMINATE PROBATION AND PROPOSED ORDER**

Pursuant to this Court's Judgment (ECF No. 45), the United States and Defendant Bay State Gas Company, d/b/a Columbia Gas of Massachusetts ("CMA"), hereby formally inform the Court of the final sale of CMA's gas distribution assets to Eversource Energy, Inc., and, accordingly, jointly request that the Court approve the Final Sale Certification and terminate CMA's period of probation in this matter on June 23, 2021, consistent with 18 U.S.C. Sec. 3561. The parties submit as follows:

1. CMA is currently on probation pursuant to the sentence this Court imposed in accordance with the parties' plea agreement under Fed. R. Crim. P. 11(c)(1)(C). *See* Judgment at 2, ECF No. 45. The sentence includes a three-year period of probation that will be terminated by the Court prior to the three-year term upon a certification to the Court of the completion of the sale of CMA or CMA's gas distribution business to a qualified third-party buyer, in which case the period of probation shall end upon completion of such sale but not before the expiration of the one-year minimum probationary period required by law. In relevant part, the Judgment states:

A period of probation of three (3) years that will be terminated by the Court prior to the three (3) year term upon a certification to the Court of the completion of the sale of Defendant or Defendant's gas distribution business to a qualified third-party buyer consistent with the requirements of M.G.L. c. 164, § 96 and Interlocutory Order on Standard of Review, D.P.U. 10-170, and formal acceptance of the sale by the Massachusetts Department of Public Utilities ("MA DPU") ("the Final Sale Certification"). Subject to the Court's approval of the form of the Final Sale Certification, the Court will terminate the Defendant's sentence of probation upon the Court's receipt of the Final Sale Certification. However, in the event that the Final Sale Certification is received by the Court prior to the one (1) year mandatory period of probation under 18 U.S.C. § 3561, Defendant's probation will continue for the remainder of the one (1) year period but subject to only the mandatory conditions of probation set forth in USSG § 8D1.3 and 18 U.S.C. § 3563(a), and not the additional conditions of probation specified in paragraph 5(c) since Defendant will no longer be the legal owner of its previous gas distribution business or assets. Under the latter scenario, the parties will file, and the Court will approve, the request for termination of probation at the end of the one year mandatory period.

2. On October 7, 2020, the Massachusetts Department of Public Utilities ("Department") approved a joint petition of Eversource Energy, NiSource Inc., Eversource Gas Company of Massachusetts, and Bay State Gas Company d/b/a Columbia Gas of Massachusetts ("Joint Petition") to sell substantially all of the assets of Bay State Gas Company to Eversource Energy. A copy of the Department's order approving the Joint Petition is attached to this request as Exhibit A. In approving the Joint Petition, the Department found, in relevant part:

ORDERED: That pursuant to G.L. c. 164, § 96, and subject to the terms and conditions in this Order and the Settlement Agreement dated July 2, 2020, entered into and filed by Bay State Gas Company d/b/a Columbia Gas of Massachusetts, NiSource, Inc., Eversource Gas Company of Massachusetts, Eversource Energy, the Attorney General of the Commonwealth of Massachusetts, the Massachusetts Department of Energy Resources, and the Low-Income Weatherization and Fuel Assistance Program Network, it is hereby determined that sale of substantially all of Bay State Gas Company's assets to Eversource Energy is consistent with the public interest and is hereby APPROVED. Ex. A at 69-70.

The Department's order approved a settlement agreement resolving the proposed sale and two pending Department investigations into the over-pressurization that occurred on September 13,

2018. *Id.*

3. CMA hereby certifies that the sale of CMA's gas distribution business to Eversource Energy was completed on October 9, 2020.

4. The parties respectfully submit that the Department's order approving the Joint Petition and the certification set forth in paragraph 3 above constitutes a Final Sale Certification (as defined in the Court's Judgment) of the sale of CMA's gas distribution assets.

Accordingly, the parties respectfully request that the Court approve the form of Final Sale Certification described herein and terminate CMA's period of probation in this matter on June 23, 2021, consistent with 18 U.S.C. Sec. 3561.

A proposed order is attached.

Dated: June 23, 2021

Respectfully submitted,

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CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on this date, June 23, 2021, I caused the foregoing to be electronically filed with the Clerk of the Court using the CM/ECF system, which will simultaneously serve notice of such filing to counsel of record to their registered electronic mail addresses.

Emily R. Schulman

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